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November 24, 2004

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NOV 24 2004

By Messenger

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Federal Communications Commission
Office of the Secretary
c/o Natek, Inc.
236 Massachusetts Avenue, N.E.
Suite 110
Washington, DC 20002

Federal Communications Commission
Office of Secretary

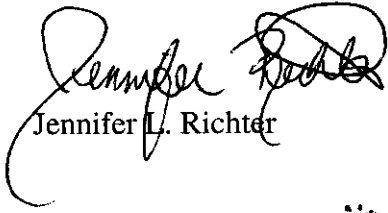
**Re: WT Docket No. 03-66
Petition for Reconsideration
WBSWP Licensing Corporation
Dismissed Modification Application for KZB30 (File No. 9550910)**

Dear Ms. Dortch:

On behalf of WBSWP Licensing Corporation and its parent company, Sprint Corporation, and pursuant to Sections 1.51, 1.106 and 1.429 of the Commission's rules, please find attached an original and fourteen (14) copies of a Supplement to the Petition for Reconsideration filed on August 30, 2004 regarding the Commission's dismissal of the above-referenced modification application (File No. 9550910) and waiver request.

Please date-stamp one enclosed copy of this submission and return it to my attention in the self-addressed, stamped, return envelope. Should any questions arise regarding this filing, please communicate directly with the undersigned. Thank you.

Respectfully submitted,


Jennifer L. Richter

No. of Copies rec'd
List ABCDE

0+14

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

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NOV 24 2004

Federal Communications Commission
Office of Secretary

In the Matter of)

Dismissed Modification Application for KZB30)

Dismissed Waiver Request)

WBSWP Licensing Corporation)

WT Docket No. 03-66

File No. 9550910

Boynton Beach, Florida

To: The Commission

SUPPLEMENT TO PETITION FOR RECONSIDERATION

Sprint Corporation ("Sprint") and its wholly-owned subsidiary, WBSWP Licensing Corporation ("WBSWP") (collectively, "Sprint/WBSWP"), through counsel and pursuant to Sections 1.106 and 1.429 of the Commission's rules,¹ hereby supplement the petition for reconsideration filed on August 30, 2004 ("Petition") regarding the dismissal of the above referenced Modification Application² and Waiver Request for the H-group in West Palm Beach.

The Commission dismissed the Modification Application and Waiver Request as part of the *Report and Order and Further Notice of Proposed Rulemaking*, released on July 29, 2004³

¹ 47 C.F.R. §§ 1.106, 1.429.

² The Modification Application (File No. 9550910) was filed with the Commission on June 6, 1995 and was accepted for filing by the Commission on October 4, 1995. The Modification Application should be reinstated, processed and granted together with two amendments to the application that were filed on September 14, 1995 (to reduce tower height) and February 6, 1997 (to add a digital emissions designator).

³ *Amendment of Parts 1, 21, 73, 74 and 101 of the Commission's Rules to Facilitate the Provision of Fixed and Mobile Broadband Access, Educational and Other Advanced Services in the 2150-2162 and 2500-2690 MHz Bands*, Report and Order and Further Notice of Proposed

(Footnote continues on next page.)

based upon the erroneous conclusion that it is mutually exclusive with an unspecified Instructional Television Fixed Service (“ITFS”) station or application (i.e., “MDS MX with ITFS”).⁴ The Modification Application was filed as part of a marketwide settlement agreement and, as the petition for reconsideration makes clear, it is not mutually exclusive with any other previously proposed application or station.

The purpose of this Supplement is to clarify, to the extent the Commission has not reviewed the Modification Application in detail, that in addition to the reasons set forth in the Petition, the Modification Application should not have been dismissed because Paragraph 58 of the *Report and Order* directs the Bureau not to dismiss modification applications that could change an applicant’s protected service area.⁵ The Modification Application seeks to change the protected service area of the station and therefore should not have been dismissed.

Since the Modification Application is not mutually exclusive with any previously proposed or licensed station, and since the application seeks to change the protected service area for the station, the Modification Application, together with the Waiver Request, should be reinstated and immediately processed.

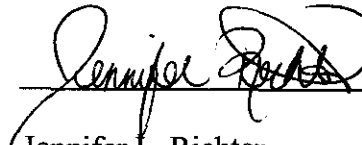
(Footnote continued from previous page.)

Rulemaking, 19 FCC Rcd 14165 (2004) (“*Report and Order*”). The Modification Application was dismissed pursuant to Exhibit E of the *Report and Order*, and the Waiver Request was dismissed pursuant to Exhibit F.

⁴ *Report and Order*, 19 FCC Rcd at 14377-78.

⁵ *Id.* at 14191-92.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Jennifer Richter", is written over a horizontal line.

Jennifer L. Richter
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(202) 887-1500

*Attorney for Sprint Corporation
WBSWP Licensing Corporation*

Dated: November 24, 2004

CERTIFICATE OF SERVICE

I, Theresa Rollins, do hereby certify that I have on this 24th day of November 2004, had copies of the foregoing **SUPPLEMENT TO PETITION FOR RECONSIDERATION** delivered to the following via electronic mail or by overnight delivery as indicated:

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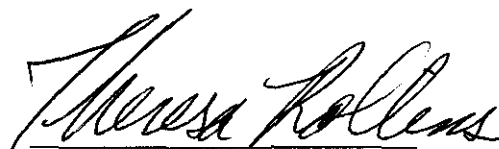
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A handwritten signature in cursive script, reading "Theresa Rollins". The signature is written in black ink and is positioned above a horizontal line.

Theresa Rollins

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
Dismissed Modification Application for KZB30)	WT Docket No. 03-66
)	
Dismissed Waiver Request)	File No. 9550910
)	
WBSWP Licensing Corporation)	
)	
Boynton Beach, Florida		
To: The Commission		

PETITION FOR RECONSIDERATION

Sprint Corporation ("Sprint") and its wholly-owned subsidiary, WBSWP Licensing Corporation ("WBSWP") (collectively, "Sprint/WBSWP"), through counsel and pursuant to Sections 1.106 and 1.429 of the Commission's rules,¹ seek reconsideration ("Petition") of the Commission's July 29, 2004 dismissal of: (1) WBSWP's collocation application for Boynton Beach, Florida ("Modification Application"); and (2) a waiver request that was contained as part of the Modification Application ("Waiver Request"). The Commission dismissed the Modification Application and Waiver Request as part of the *Report and Order and Further Notice of Proposed Rulemaking*, released on July 29, 2004.²

¹ 47 C.F.R. §§ 1.106, 1.429.

² *Amendment of Parts 1, 21, 73, 74 and 101 of the Commission's Rules to Facilitate the Provision of Fixed and Mobile Broadband Access, Educational and Other Advanced Services in the 2150-2162 and 2500-2690 MHz Bands*, Report and Order and Further Notice of Proposed Rulemaking, WT Docket No. 03-66, FCC 04-135 (rel. July 29, 2004) ("*Report and Order*"). The Modification Application was dismissed pursuant to Exhibit E of the *Report and Order*, and the Waiver Request was dismissed pursuant to Exhibit F.

The Modification Application³ was dismissed by the Commission based upon the erroneous conclusion that it is mutually exclusive with an unspecified Instructional Television Fixed Service (“ITFS”) station or application (i.e., “MDS MX with ITFS”).⁴ The Modification Application was filed as part of a Marketwide Settlement Agreement (“Marketwide Settlement,” attached hereto as Exhibit 1) and is not mutually exclusive with any other previously proposed application or station. To the extent the Commission’s notation “MX with ITFS” refers to some form of mutual exclusivity between the Modification Application and the School District’s ITFS station, KZB30, there is no issue. The station that is being modified pursuant to the Modification Application is KZB30, and therefore cannot be mutually exclusive. The Modification Application was improperly dismissed and should be reinstated promptly for processing with all other collocation applications that were filed as part of the Marketwide Settlement.⁵

WBSWP believes that the Waiver Request dismissed by the Commission pursuant to Exhibit F of the *Report and Order* is the “Joint Motion for Approval of Settlement and Request for Waiver of Cut-Off Rules,” filed with the Commission on May 24, 1995 together with the

³ The Modification Application (File No. 9550910) was filed with the Commission on June 6, 1995 and was accepted for filing by the Commission on October 4, 1995. The Modification Application should be reinstated, processed and granted together with two amendments to the application that were filed on September 14, 1995 (to reduce tower height) and February 6, 1997 (to add a digital emissions designator).

⁴ *Report and Order*, Appendix E, Dismissed Mutually Exclusive ITFS Applications.

⁵ The application file numbers for the other collocation applications that were filed as part of the Marketwide Settlement are: A-group (KZB28), School Board of Palm Beach County, BMPLIF-950524DL (accepted for filing, September 30, 1996); B-group (WHR896), Florida Atlantic University, BMPLIF-950524DF (accepted for filing, September 30, 1996); C-group (WHR901), Florida Atlantic University, BMPLIF-950524DD (accepted for filing, September 30, 1996); D1 & D2, School Board of Palm Beach County, BMPLIF-950524DN (accepted for filing, September 30, 1996); D3 & D4, Florida Atlantic University, BPLIF-920814DA (amended by 19950524DE) (accepted for filing on October 3, 1993); G-group (KZB29), School Board of Palm Beach County, BMPLIF-950524DM (accepted for filing, September 30, 1996).

Marketwide Settlement. This Waiver Request was attached to the Modification Application that was dismissed pursuant to Exhibit E of the *Report and Order*. If this is the Waiver Request to which Exhibit F refers, although it is not clear, the Waiver Request cannot be dismissed because it relates to a number of pending applications that are part of the Marketwide Settlement.⁶ With the exception of the Modification Application and the collocation application for WHR901, all other applications that were filed as part of the Marketwide Settlement remain pending. Thus, the Waiver Request must be reinstated.

Background.

The Marketwide Settlement was entered into by all interested parties in the Boynton Beach – West Palm Beach market (the “Market”) in order to *resolve* mutual exclusivity in the Market.⁷ The parties to the Marketwide Settlement are WBSWP Licensing Corporation, the School District of Palm Beach County (the “School District”), Florida Atlantic University (“FAU”), the parent company of WBSWP (Wireless Broadcasting Systems of West Palm Beach, Inc., also a Sprint subsidiary), and its predecessor in interest People’s Choice TV, Inc. (“PCTV”).

The Marketwide Settlement seeks to resolve mutually exclusive applications for the D-group that were filed by the School District and FAU, and to reorganize and reassign all of the ITFS and Multipoint Distribution Service (“MDS”) spectrum in the Market in order to eliminate multiple competing stations, allow for more efficient instructional service and the launch of

⁶ See *supra* n.5

⁷ The Marketwide Settlement to resolve mutually exclusive applications was filed pursuant to the authority granted by the Commission in *Instructional Television Fixed Service Reconsideration, Memorandum Opinion and Order*, 59 Rad. Reg. 2d 1355, 1381 n.47 (1986).

commercial wireless service.⁸ The School District and FAU, whose competing applications for the D-group form the basis of the Marketwide Settlement, hold virtually all of the available ITFS and MDS spectrum in the Market and, as the “Joint Motion for Approval of Settlement and Waiver of Cut-Off Rules” explains, resolution of issues with respect to all such spectrum is a fundamental part of the Marketwide Settlement:

At present, though a large number of ITFS stations are operating from various sites in the Market, these stations are not designed, constructed, or operated in a coordinated manner. Some stations are used as repeaters or relay stations. Several stations have been in existence for many years and do not employ the latest and best available technology. No commercial MDS/MMDS stations are operational in the area. As described above, PCTV, the commercial E group conditional licensee, has been unable to construct its E group station because of the District’s grandfathered ITFS station on the same frequency group. Finally the H group channels are not available for commercial use because they are presently utilized by the District.⁹

Thus, the Marketwide Settlement will not only benefit FAU and the School District and the constituencies they serve, but the reorganization and reassignment of channels will allow Sprint/WBSWP to launch a commercial wireless service in the Market. Residents of the Market will also benefit from having another competitive choice for wireless services.

⁸ The Marketwide Settlement seeks to clear spectrum congestion by eliminating multiple stations that are licensed in the Market on the A-group, E-group and G-group. The School District holds one A-group license (KZB28), and FAU holds three A-group licenses (WLX269, WHR877, and WHR894). The School District has a license for the E-group (KHU90) and WBSWP holds a license for the E group (WMI841). Finally, the School District holds three licenses for the G-group (KZB29, WHR973, and WHR994).

⁹ See Exhibit I, Joint Motion for Approval of Settlement and Request for Waiver of Cut-Off Rules at 3. See also the May 30, 1995 follow-up letter (attached hereto as Exhibit 2), in which counsel for the parties explains how the channels will be reorganized and reassigned pursuant to the Marketwide Settlement, and which licenses will be submitted for cancellation.

The Dismissed Modification Application is Not Mutually Exclusive.

As the Marketwide Settlement states at paragraph 3, “. . . the [School] District agrees to the assignment of its H channel facility (KZB-30) to WBS-WP, and the relocation of the H channel facility to the Collocation Site.”¹⁰ To implement this provision of the Marketwide Settlement, the School District and WBSWP filed an application to assign KZB30 from the School District to WBSWP (the “Assignment Application”).¹¹ The Modification Application was also filed to collocate KZB30 with the other stations in the Market at 505 S. Congress Avenue in Boynton Beach, Florida.

Accordingly, the Modification Application dismissed by the Commission on July 29, 2004, is not mutually exclusive with any other previously proposed applications or stations, including the generic “MX with ITFS” as identified on Exhibit E of the Report and Order. To the extent the Commission’s notation “MX with ITFS” refers to some form of mutual exclusivity

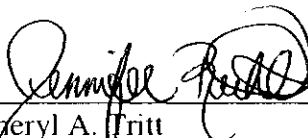
¹⁰ Marketwide Settlement at 4.

¹¹ The Assignment Application was filed on May 24, 1995 (File No. BALIF-9550758). Sprint / WBSWP note that the Assignment Application was dismissed by the Commission on June 20, 2003. FCC Public Notice, *Wireless Telecommunications Bureau Announces Action on Responses to Public Notice Regarding ITFS, MDS and MMDS Pending Applications*, 18 FCC Rcd 12277 (2003), published in the Federal Register at, 68 Fed. Reg. 41,791 (July 15, 2003). The dismissal was due to an inadvertent and unintentional failure to request continued processing of the Assignment Application in response to the Wireless Telecommunications Bureau’s October 18, 2002 *Public Notice* which requested applicants to express continued interest in pending applications or such applications would be dismissed. FCC Public Notice, *Wireless Telecommunications Bureau Seeks to Verify ITFS, MDS and MMDS License Status and Pending Applications*, 17 FCC Rcd 20538 (2002), published in the Federal Register at 67 Fed. Reg. 69010 (Nov. 14, 2002). Sprint / WBSWP did not seek reconsideration of the dismissal of the Assignment Application because, unlike the Modification Application which altered the protected service area of KZB30 and was therefore time sensitive, a new assignment application can be prepared and filed at any time. Accordingly, WBSWP and the School District are preparing and will file a new assignment application to be processed by the Commission in conjunction with grant of all other applications that have been filed and are pending in furtherance of the Marketwide Settlement.

between the Modification Application and the School District's ITFS station, KZB30, there is no issue. Specifically, the station that is being modified pursuant to the Modification Application is KZB30, and therefore cannot be mutually exclusive. The Modification Application was filed with the School District's consent, cooperation and agreement as evidenced by the Marketwide Settlement. The Marketwide Settlement was entered into to *resolve* mutual exclusivity and to relieve the congestion on the ITFS and MDS spectrum in the Market, which has precluded efficient instructional service and the launch of commercial wireless services. The Modification Application and Waiver Request, together with all other applications that were filed to implement the Marketwide Settlement, have been pending with the Commission for more than nine (9) years, and should be processed expeditiously.

In view of the foregoing, Sprint / WBSWP request that the Commission promptly reinstate the dismissed Modification Application, together with the Waiver Request, for processing as part of the Marketwide Settlement.

Respectfully submitted,



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*Attorneys for Sprint Corporation
WBSWP Licensing Corporation*

Dated: August 30, 2004

CERTIFICATE OF SERVICE

I, Michael Rodgers, do hereby certify that I have on this 30th day of August 2004, had copies of the foregoing **PETITION FOR RECONSIDERATION** delivered to the following via electronic mail or overnight delivery as indicated:

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Michael Rodgers

EXHIBIT 1

**Marketwide Settlement Agreement
and Joint Motion for Approval
Filed with the FCC on May 24, 1995**

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JOHN F. GARZIGLIA
NEAL J. FRIEDMAN
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MICHAEL J. LEHMKUHL *
SUZANNE C. SPINK *

* NOT ADMITTED IN D.C.

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E. THEODORE MALLYCK
OF COUNSEL

RECE
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MAY 24

FEDERAL COMMUNICATIONS
OFFICE OF THE SECRETARY

May 24, 1995

Mr. William F. Caton
Acting Secretary
Federal Communications Commission
1919 M Street, N.W.
Washington, DC 20554

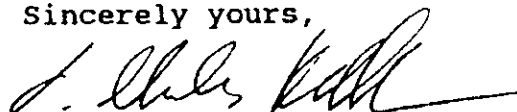
Re: ITFS Joint Motion for Approval of Settlement
West Palm Beach, Florida

Dear Mr. Caton:

There is transmitted herewith an original and four (4) copies of a Joint Motion for Approval of Settlement and Request for Waiver of Cut-off Rules. The settlement resolves mutually-exclusive proposals for the D group channels in West Palm Beach, Florida, by proposing a market-wide channel reallocation and collocation plan.

Should there be any question with respect to this filing, please communicate directly with the undersigned.

Sincerely yours,

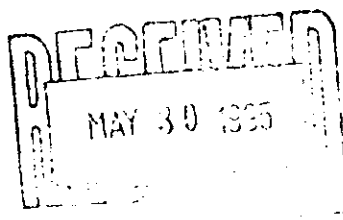


L. Charles Keller
Counsel to Wireless Broadcasting
Systems of America, Inc.

Enclosures

cc: Jennifer L. Richter, Esq.
William D. Wallace, Esq.
Mr. W. Douglas Trabert
Mr. Michael J. Specchio

lck/lc
c:\wp\2379f\X-joint.mot



**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In re Applications of)	
)	
)	
The School District of Palm)	Petition for Displacement of KHU-90; KZB-28
Beach County, Florida)	KZB-29; WHR-973; WHR-994; KZB-30
)	
People's Choice TV, Inc.)	WMI841
)	
The Board of Regents, A Public)	BPLIF-920814DB; WLX-269; WHR-877;
Corporation of the State of Florida)	WHR-894; WHR-895; WHR-896;
on behalf of Florida Atlantic University)	WHR-897; WHR-901
)	
Wireless Broadcasting Systems of)	
West Palm Beach, Inc.)	
)	
For Construction Permit and License,)	
Modification, and/or Assignment of)	
Facilities in the Instructional)	
Television Fixed and Multichannel)	
Multipoint Distribution Services in the)	
West Palm Beach, Florida, Area)	

To: Chief, Video Services Division

**JOINT MOTION FOR APPROVAL OF SETTLEMENT
AND
REQUEST FOR WAIVER OF CUT-OFF RULES**

The School District of Palm Beach County, Florida (the "District"), People's Choice TV, Inc. ("PCTV"), Wireless Broadcasting Systems of West Palm Beach, Inc. ("WBS-WP) and the Board of Regents, a Public Corporation of the State of Florida, on behalf of Florida Atlantic University (the "University"), by counsel, hereby submit their Joint Motion for Approval of Settlement and Request for Waiver. In support thereof, the parties respectfully show as follows:

I. Approval of Settlement

These proceedings involve PCTV's, WBS-WP's and the University's mutually exclusive applications concerning stations in the Instructional Television Fixed Service ("ITFS") on the D group channels in the West Palm Beach, Florida, market (the "Market"). Also involved are the parties' proposals to modify existing and proposed ITFS facilities in the Market and to submit others for cancellation in order to allow for better and more spectrum-efficient service to the parties' receive sites.

PCTV's and WBS-WP's proposal to migrate the District's D group station is contained in the Petition for Displacement and application (the "Displacement Application") filed on December 29, 1993.¹ The University's D group proposal is contained in the application in file no. BPLIF-920814DB. PCTV is the conditional licensee of MMDS E group station WMI841. This station cannot be constructed or operated because of the District's grandfathered E group ITFS facility, station KHU-90. WBS-WP is a wireless cable operator currently developing a wireless cable system in the Market which will include PCTV's E group station. Accordingly, PCTV and WBS-WP filed the Displacement Application on December 29, 1993. WBS-WP entered into excess capacity lease agreements with the University in July 1994 and the District in January 1995.

To provide for the private resolution of the mutually exclusive D group proposals, to achieve better and more spectrum-efficient service to the educational licensees' receive sites, and to allow for the commercial use of the E group channels and the development of a wireless cable system in the Area, the parties have entered into a Market Settlement Agreement ("Agreement"),

¹ With respect to the Displacement Application, WBS-WP is the successor to WJB-TV Ft. Pierce Limited Partnership, whose name appeared in the Displacement Application.

which is attached hereto as Exhibit 1. The parties respectfully request the Commission's approval of the Agreement.

At present, though a large number of ITFS stations are operating from various sites in the Market, these stations are not designed, constructed, or operated in a coordinated manner. Some stations are used as repeaters or relay stations. Several stations have been in existence for many years and do not employ the latest and best available technology. No commercial MDS/MMDS stations are operational in the area. As described above, PCTV, the commercial E group conditional licensee, has been unable to construct its E group station because of the District's grandfathered ITFS station on the same frequency group. Finally, the H group channels are not available for commercial use because they are presently utilized by the District.

The parties to the Agreement constitute the licensees or applicants for all of the ITFS and MDS/MMDS channels (except MDS channels 1 and 2A) in the Market. The arrangements outlined herein have been the subject of negotiations between various of these parties for over two years. Through this settlement the parties expect to accomplish the following:

1. to resolve the mutual exclusivity between the D group ITFS applications;
2. to ensure that each of the stations is able to reach all desired educational receive sites in Palm Beach County, thus eliminating the present use of duplicate stations, point-to-point stations, and repeater stations;
3. to ensure the most economical and efficient usage of the spectrum and eliminate disputes between the parties as to that usage;
4. to coordinate the operation and maintenance of these stations, thus taking advantage of possible economies of scale and efficiencies;
5. to collocate all of the ITFS and MDS/MMDS stations in the market at a single transmitter site, thus reducing the possibility of interference between these stations;
6. to develop modern, efficient ITFS systems for both the University and the

District;

7. to allow for the development of a wireless cable television system to serve the public and provide competition in the multichannel video delivery marketplace in the Market;
8. to generate royalties for the benefit of the University and the District to provide a source of funding for their instructional television ventures; and
9. to allow for the carriage by the wireless cable television system of at least some of the District's and the University's programming, so as to enable the public to receive in-home instructional programming, possibly for credit.

A summary of the necessary filings is attached hereto as Exhibit 2.

WBS-WP and PCTV have committed to comply with the requirements of the Commission's Rules and policies for involuntary ITFS migration, as they relate to the posting of a bond and other matters, in the event the Displacement Application is granted.

As attested in the attached declarations, no monetary consideration was exchanged among the parties in consideration for the settlement, and no applications were filed in order to procure the settlement. Because the public interest, convenience and necessity would best be served thereby, the parties respectfully request the Commission to approve the attached Market Settlement Agreement.

II. Request for Waiver of Cut-off Rules

The District and the University also respectfully request waiver of the Commission's cut-off rules in the processing of the major modification applications, and major amendments to pending applications, filed to accommodate the settlement. Waiver of the cut-off rules for major change applications may be granted to accommodate settlement agreements between mutually-exclusive applicants. Memorandum Opinion and Order in MM Docket No. 83-523 (Instructional Television Fixed Service Reconsideration), 59 RR 2d 1355, 1381 n.47 (1986).

Although mutually exclusive applications exist only for the D group, the parties request waiver of the cut-off rules as to all applications described in the Agreement. A summary of these applications is attached hereto as Exhibit 2. Such a waiver is justified for four reasons.

First, the broader channel rearrangement and collocation plan contemplated by the Agreement was necessary to resolve the competing D group proposals. Without the channel reorganization plan, which is only possible through collocation, the D group settlement will collapse. Thus, all of the modifications listed in Exhibit 2 are necessary to the resolution of the mutual exclusivity and therefore fall within the ambit of footnote 47.

Second, the public interest will best be served by waiving the cut-off rules as to all applications contemplated in the settlement, because the settlement provides for optimal use of the microwave spectrum in the Market. In addition to eliminating duplicative and inefficient use of ITFS frequencies, the applications contemplated in the settlement will allow for use of the E and H channels for the commercial use to which they are primarily allocated.

Third, granting waiver of the cut-off rules to all of the applications will not extend waiver beyond the parties whose mutually exclusive proposals are resolved in the settlement.

Fourth, the channel reorganization plan will allow WBS-WP to provide competitive, wireless cable operations to the Market. There is no such competition now. Rapid implementation of wireless cable service will serve the Commission's goals for commercial use of the MMDS/ITFS spectrum.

WHEREFORE, the parties respectfully request that the Commission approve the attached Market Settlement Agreement, exempt the applications it describes from the cut-off rules, and expeditiously process the applications filed in furtherance hereof.

Respectfully submitted,

SCHOOL DISTRICT OF PALM BEACH
COUNTY, FLORIDA

By William D. Wallace
William D. Wallace
Its Attorney

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Respectfully submitted,

The Board of Regents, a Public Corporation
of the State of Florida, on behalf of
FLORIDA ATLANTIC UNIVERSITY

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OF WEST PALM BEACH, INC.

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May 24, 1995

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